

Memorandum



Date: November 28, 2006

Agenda Item No. 12(A)(4)

To: Honorable Chairman Joe A. Martinez and Members,
Board of County Commissioners

From: George M. Burgess
County Manager

A handwritten signature in black ink, appearing to read "Burgess", written over the printed name of George M. Burgess.

Subject: Change Order No. 87 to Amended Agreement with Performing Arts Center
Builders (PACB)

RECOMMENDATION

It is recommended that the attached Change Order No. 87 to the Agency Construction Management contract between Performing Arts Center Builders (PACB) and Miami-Dade County be approved to increase the current contract amount by \$1,665,457 for the purchase and installation of specific County-requested changes and to take a deduction for an additional credit under the Owner Control Insurance Program (OCIP).

This Change Order is funded either by the Performing Arts Center Trust (PACT), Art in Public Places, outside municipal agencies, or as provided by Ordinance 05-135 and Resolution 590-05, authorizing a loan from the Sunshine State Government Financing Commission.

BACKGROUND

This Change Order has a net increase of \$1,665,457 to PACB's contract and has three purposes:

The first purpose of this Change Order is to replenish the County's contingency by \$2,514,952 because the Project has advanced existing funds that had been intended for other purposes and scope under Change Order 85 (approved by the Board in on March 21, 2006 under Resolution 354-06) such as the acceleration efforts, additional payroll and general condition costs, and non-recoverable backcharges. Funds in the amount of \$2,514,952 were advanced from this contingency to pay for specific County requested scope additions (see Change Order Description in the below table) and the funding for these changes have now been received and deposited in the County's account by Art in Public Places, the PACT or as provided by Ordinance 05-135 and Resolution 590-05, authorizing a loan from the Sunshine State Government Financing Commission. No new funds are required for this Change Order.

The second purpose of this Change Order is to create a dedicated allowance account to in the amount of \$434,213 to pay for work authorized under a City of Miami Joint Participation and Reimbursement Agreement (JPRA) approved by the Board on March 21, 2006 under Resolution 350-06; and a JPRA with the Florida Department of Transportation approved by the Board on September 8, 2005, under Resolution 1066-05 (see Change Order Description in the below table).

The last purpose of this Change Order is to take a deduction from PACB's contract to account for a credit under the OCIP in the amount of \$1,283,708. This credit was budgeted and anticipated and once this change order is approved, this credit will be shifted to the County's account and paid to the Project's insurance broker for the premium that is due and owing for the worker's compensation and general liability for the period of October 15, 2004 to October 15, 2005.

**CHANGE ORDER
NUMBER:** 87

PROJECT NAME: Performing Arts Center

PROJECT NO: PAC

CONTRACT NO: 9501

**PROJECT
DESCRIPTION:** Contract for the construction of the Miami Performing Arts Center

**PROJECT
LOCATION:** 1300 Biscayne Boulevard (Ballet/Opera House) 1330 North Bayshore Drive
(Concert Hall)

APPROVAL PATH: BCC

**USING
DEPARTMENT:** Performing Arts Center Management

**MANAGING
DEPARTMENT:** Performing Arts Center Management

PTP FUNDING: No

GOB FUNDING: No

**CHANGE ORDER
DESCRIPTION:** 1. This Change Order will replenish funds advanced for the following County approved scope additions in the amount of \$2,514,952:

A. Pharaoh's Dance - This scope of work is funded by the Art In Public Places (APP) program in the amount of \$560,742. This scope was not a part of PACB's original contract. As part of the APP program at the Performing Arts Center, local Miami artist Gary Moore was commissioned to create the exterior plaza environment at the southwest corner of the Ballet Opera House named the Pharaoh's Dance Plaza. The art consists of a plaza of rustic terrazzo patterns and colors, interspersed with bronze medallions embedded in the rustic terrazzo surface. Landscaping and an under-lighted bench are also incorporated into the art work. This scope of work was originally to be performed by the APP contractor with close coordination with PACB. However, the APP contractor defaulted on his contract at a critical juncture of the project. In order not to delay the project's schedule, and due to PACB's familiarity with the scope of work, the County directed PACB to manage the procurement and installation of this work. Due to schedule requirements, the work was authorized under an existing County-controlled contingency in PACB's contract (Change Authorization 378) to which this Change Order will replenish this account.

B. Concert Hall Wood Floors – This scope of work is funded by the PACT in the amount of \$410,000. This scope was not a part of PACB's original contract. The floors of the Audience Chamber at the Orchestra, Parterre, and Box Tier Levels were originally specified as a sealed concrete floor. At the request of the PACT,

the flooring was upgraded to include finished wood flooring in keeping with the wood context of the Chamber. The flooring selected was an engineered system that was adhered directly to the concrete floor surfaces in order to maintain the acoustic requirements while enhancing the overall aesthetic of the Chamber. In order not to cause delay to the construction schedule, the County authorized the commencement of the work under an existing County-controlled contingency in PACB's contract (Change Authorization 356) to which this Change Order will replenish this account.

C. Marquee Signs - This scope of work is funded by the PACT in the amount of \$1,371,412. This scope was not a part of PACB's original contract. Both the Ballet Opera House and the Concert Hall are designed with two main public entrances in each building. The main Lobby entrances and vehicular drop-offs are on 13th Street for the Ballet Opera House, and 14th Street for the Concert Hall. Both buildings also face each other across Biscayne Boulevard with a landscaped and hardscaped plaza between. At the Lobby entrance marquees are back lighted signs designating the buildings as either the "Sanford and Dolores Ziff Ballet Opera House" or the "John S. and James L. Knight Concert Hall." On the Plaza entrance marquees there are back lighted signs for the "Ziff Ballet Opera House" and the "Knight Concert Hall." From the inception of the project, funding of the marquee signs was to be donor generated by the Performing Arts Center Foundation, and installed by PACB through a Change Order. Due to schedule requirements, the work was authorized under an existing County-controlled contingency in PACB's contract (Change Authorizations 376, 387, and 581) to which this Change Order will replenish this account.

D. Kiosks Infrastructure - Funding for this scope of work is being provided from the PACT Furniture, Fixture, and Equipment Budget listed under Schedule D for the amount of \$52,452. The Board of County Commissioners approved this funding under Resolution 590-05. Due to end user programmatic changes, the PACT determined that there was a need to market upcoming events at the Center's exterior perimeter. At the request of the PACT, electrical and data conduits were incorporated into the exterior sidewalks around both buildings to enable free standing kiosks to be installed at a later time. The kiosks would be utilized to market upcoming events at the Center. The electrical and data conduits allow the kiosks to not only be lighted, but also incorporate electronic message boards that can be changed from inside the building. This scope was not a part of PACB's original contract. In order not to cause further delay to the construction schedule, the County authorized the work under an existing County-controlled contingency in PACB's contract (Change Authorization 300) to which this Change Order will replenish this account.

E. Exterior outlets for sound and communications system – Funding for this scope of work is being provided from the PACT Furniture, Fixture, and Equipment Budget listed under Schedule C for the amount of \$111,399. The Board of County Commissioners approved this funding under Resolution 590-05. Due to end user programmatic changes, the PACT needed the flexibility to have events or performances on the outdoor plaza and the need to bring sound and power to those locations. The scope of this change added power conduits and wiring for sound and electrical to locations decided by the PACT. This scope was not a part of PACB's original contract. In order not to cause further delay to the construction schedule, the County authorized the work under an existing County-controlled contingency in PACB's contract (Change Authorization 342) to which this Change Order will replenish this account.

F. Support rail for subtitling system - This scope of work is funded by the PACT in the amount of \$8,947. This scope was not a part PACB's original contract. Due to end user programmatic changes, the PACT needed to provide a support rail at topmost row at the second tier balcony seating in the Ballet Opera House in order to serve as a mounting surface for the hand held opera glass subtitling system. In order not to cause delay to the construction schedule, the County authorized the commencement of the work under an existing County-controlled contingency in PACB's contract (Change Authorization 589) to which this Change Order will replenish this account.

2. This Change Order also includes a Dedicated Owner's Account for the installation of the following contract work in the amount of \$434,213:

A. City of Miami Joint Participation and Reimbursement Agreement (JPRA) (\$367,000) – This scope is solely funded by the City of Miami. In an effort to enhance the neighborhood surrounding the Performing Arts Center, the City of Miami initiated a project named the Super Block. These enhancements consist of reconstructing/milling and resurfacing of the asphalt with the roadways, replacement of curbs and gutters, installation of storm drainage, sidewalk repairs, and the installation decorative brick pavers, decorative light fixtures, way finding lights and street lights. The County and the City of Miami agreed that the most cost and time effective way to handle these improvements would be for the County to include the work as part as PACB's contract and entered into a JPRA (County approved Resolution 350-06) with the City, allowing PACB to install the portion of work that is within the Performing Arts Center construction limit bounded by NE 14th Street, N. Bayshore Drive, NE 13th Street, and NE 2nd Avenue. The County authorized the work under an existing County-controlled contingency in PACB's contract (Change Authorizations 405, 413, 509, 515, and 534) to which this Change Order will replenish this account. Any remaining funds in this Account will be used as a contingency for the sole purpose of completing the scope of the JPRA, and PACB must obtain written approval from the County through an executed Change Authorization signed by the County in order to expend funds within this contingency. Any remaining funds within this contingency will be returned to the County through a Deductive Change Order.

B. Florida Department of Transportation Civil Work on Biscayne Boulevard Joint Participation and Reimbursement Agreement (JPRA) (\$67,213) – This scope is solely funded by the FDOT. Knowing that milling and repaving Biscayne Boulevard between NE 13th and 14th Street was part of PACB's contract, the FDOT identified additional improvements required along this section of Biscayne Boulevard due to unforeseen drainage and subsoil conditions. These infrastructures included, but not limited to, soil containment, the installation of wells, sewer manholes, storm pipes, and the installation of light fixtures and bases. The County and the FDOT agreed that the most cost and time effective way to handle these improvements would be for the County to include the work as part as PACB's construction contract and entered into a JPRA (County approved Resolution 1066-05) with the FDOT, allowing PACB to install the portion of work that is within the Performing Arts Center construction limit bounded by NE 13th Street and NE 14th Street along Biscayne Boulevard. This scope is solely funded by the FDOT in the amount of \$480,000; \$412,787 out of the \$480,000 was previously approved by the Board under Change Order 79, Resolution 1067-05. The remaining \$67,213 represents the balance of this work. The County authorized the commencement of the work under an existing County-controlled contingency in PACB's contract (Change Authorizations 290, 295, 392, and 508) to which this Change Order will replenish this account. Any remaining funds in

this Account will be used as a contingency for the sole purpose of completing the scope of the JPRA, and PACB must obtain written approval from the County through an executed Change Authorization signed by the County in order to expend funds within this contingency. Any remaining funds within this contingency will be returned to the County through a Deductive Change Order.

3. Additional OCIP Credit (\$1,283,708) - In the GMP, PACB guaranteed a credit of \$5,151,731 for OCIP credit. That credit has already been achieved. Additional OCIP credits of \$1,283,708 have been achieved and the County is taking a credit of \$1,283,708 in this Change Order. This credit is needed to pay a premium for the insurance program for worker's compensation and general liability for the period of October 15, 2004 to October 15, 2005. Any additional adjustments to the OCIP credits will be based on the audited adjustments for the final period beginning October 15, 2005 and ending August 4, 2006.

**MONETARY
JUSTIFICATION:**

This is a Change Order for \$1,665,457 and the monetary justifications are described in above line item explanations. No additional funds are required for this Change Order.

**TIME
JUSTIFICATION:**

No time is authorized for this Change Order



Acting Port Director



MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

DATE: November 28, 2006

FROM: Murray A. Greenberg
County Attorney

A handwritten signature of Murray A. Greenberg is written over the printed name.

SUBJECT: Agenda Item No. 12(A)(4)

Please note any items checked.

- ☐ "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Bid waiver requiring County Manager's written recommendation
- ☐ Ordinance creating a new board requires detailed County Manager's report for public hearing
- ☐ Housekeeping item (no policy decision required)
- ☐ No committee review

Approved _____ Mayor

Agenda Item No. 12(A)(4)

Veto _____

11-28-06

Override _____

RESOLUTION NO. _____

RESOLUTION APPROVING CHANGE ORDER NO.87
TO THE AGENCY CONSTRUCTION MANAGEMENT
CONTRACT BETWEEN PERFORMING ARTS
CENTER BUILDERS AND MIAMI-DADE COUNTY,
TO INCREASE THE CURRENT CONTRACT AMOUNT
BY \$1,665,457; AUTHORIZING COUNTY
MANAGER OR DESIGNEE TO EXECUTE THE SAME

WHEREAS, this Board desires to accomplish the purposes
outlined in the accompanying memorandum, a copy of which is
incorporated herein by reference,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY
COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board hereby
approves Change Order No. 87 to the Agency Construction Management
Contract between Performing Arts Center Builders (PACB) and Miami-
Dade County, which Change Order increases the current contract
amount by \$1,665,457; in substantially the form attached hereto,
and made a part hereof; authorizes the County Manager or his
designee to execute same for and on behalf of Miami-Dade County.

The foregoing resolution was offered by Commissioner
who moved its adoption. The motion was seconded by Commissioner
and upon being put to a vote, the vote was as follows:

Joe A. Martinez, Chairman
Dennis C. Moss, Vice-Chairman

Bruno A. Barreiro
Audrey M. Edmonson
Sally A. Heyman
Dorin D. Rolle
Katy Sorenson
Sen. Javier D. Souto

Jose "Pepe" Diaz
Carlos A. Gimenez
Barbara J. Jordan
Natacha Seijas
Rebeca Sosa

The Chairperson thereupon declared the resolution duly passed and adopted this
28th day of November, 2006. This resolution shall become effective ten (10) days after the
date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only
upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF COUNTY
COMMISSIONERS

HARVEY RUVIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

Deborah Bovarnick Mastin

BM

DOCUMENT 01028-CO
CHANGE ORDER TO ORIGINAL CONTRACT

TYPE OF C.O.: CO

CHANGE ORDER NO. 87 PROJECT NO. 9501
PROJECT TITLE: PERFORMING ARTS CENTER OF GREATER MIAMI
TO CONSTRUCTION MANAGER: PERFORMING ARTS CENTER BUILDERS (PACB)

DATE: 8/22/2006

YOU ARE HEREBY REQUESTED TO MAKE THE FOLLOWING CHANGES TO THE CONTRACT AS DESCRIBED ON THE DOCUMENT(S) ATTACHED HERETO AND TO COMPLETE THE WORK IN ACCORDANCE WITH THE CONTRACT DOCUMENTS.

Except with respect to rights, claims demands, costs, damages, and liabilities reserved in the separate writing submitted in connection with this Change Order, the Construction Manager waives and releases the Owner of liability for any and all known claims against the Owner and its officers and employees for any direct costs, damages and liabilities resulting from this change to the Work or additional work performed by the Construction Manager up to and including the date of this Change Order.

SUMMARY OF CONTRACT SUM

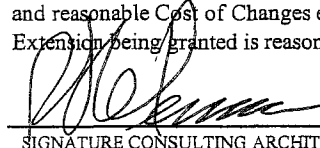
ORIGINAL CONTRACT SUM	<u>\$254,650,000.00</u>
Net Change by previously authorized Change Order	<u>53,247,783.48</u>
Contract Sum prior to this Change Order	<u>\$307,897,783.48</u>
Amount of this Change Order (Not to Exceed)	<u>\$1,665,457.00</u>
ADJUSTED CONTRACT SUM(including this Change Order)	<u>\$309,563,240.48</u>

Percent Increase/Decrease this Change Order 0.54%

Total Percent Increase/Decrease to date 21.56%

AUTHORIZED EXTENSION ALLOWED 0 Calendar days

CERTIFYING STATEMENT: I hereby certify that this Change Order and the attached supporting documentation is accurate and consistent with fair and reasonable Cost of Changes established by (unit prices, lump sum, or cost plus) method as stipulated in the Contract. Furthermore, the Authorized Extension being granted is reasonable, accurate and in keeping with the actual progress of the Work.

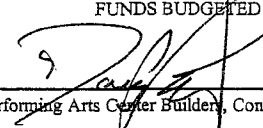

SIGNATURE CONSULTING ARCHITECT OR ENGINEER

R.J. VIOLETTE, Sr. Pres. MGR
REP ARCHITECTS, INC. B 23-06
(Please print name and title) Date

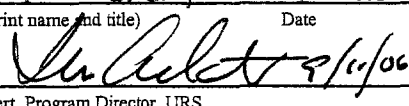
* The Separate Writing reserving rights in connection with this Change Order is incorporated as Attachment 1 of this Change Order.

TO BE FILLED OUT BY DEPARTMENT INITIATING CHANGE ORDER

PAC Management Office CPE613CU1705
DEPARTMENT FUNDS BUDGETED CODE

ACCEPTED BY: 
Performing Arts Center Builders, Construction Manager

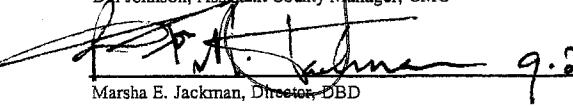
Denny Parmater, Dir. of Construction
(Please print name and title) Date 9-11-06

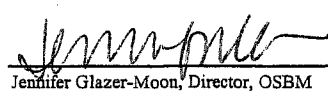
RECOMMENDED: 
Tim Ackert, Program Director, URS

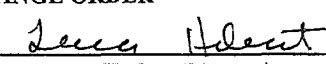
RECOMMENDED: 
Ola O. Aluko, Chief of Construction, PACMO

RECOMMENDED: 
Ron Austin, Director of Construction

APPROVED: 
Bill Johnson, Assistant County Manager, CMO

APPROVED: 
Marsha E. Jackman, Director, DBD

APPROVED: 
Jennifer Glazer-Moon, Director, OSBM


RECOMMENDED: Tereia Hebert - Director of PAC Admin.

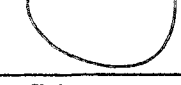
SURETY: 
American Home Assurance Company (Company Seal)

Ana W Oliveras, Attorney-in-Fact
(Please print name) Date SEP 1 - 2006

APPROVED FOR LEGAL SUFFICIENCY:
COUNTY'S ATTORNEY'S OFFICE

Miami-Dade County, Florida
BOARD OF COUNTY COMMISSIONERS

By: 
George M. Burgess, County Manager

ATTEST:
By: 
Deputy Clerk

DOCUMENT 01028-CO
CHANGE ORDER TO ORIGINAL CONTRACT

TYPE OF C.O.: ☐ CO

CHANGE ORDER NO. 87 PROJECT NO. 9501
PROJECT TITLE: PERFORMING ARTS CENTER OF GREATER MIAMI
TO CONSTRUCTION MANAGER: PERFORMING ARTS CENTER BUILDERS (PACB)

Reason for Change:			
Value Engineering <input type="checkbox"/>		Unforeseen Condition <input type="checkbox"/>	Direct Purchase Program <input type="checkbox"/>
Document Discrepancy <input type="checkbox"/>		Owner Change <input checked="" type="checkbox"/>	Owner's Controlled Insurance Program <input type="checkbox"/>
Item No.	Change Order Request No.	Description	Amount (Estimated)
1	N/A	Increase the Change Authorization Account	\$2,514,952.00
2	N/A	Create a Dedicated Owners Allowance for work completed per the Joint Participation and Reimbursement Agreement between the County and the City of Miami (\$367,000) and the Florida Department of Transportation (\$67,213)	\$434,213.00
3	N/A	This Change Authorization is to account for additional Owner Controlled Insurance Program (OCIP) credit	(\$1,283,708.00)
TOTAL (NOT TO EXCEED) AMOUNT			\$1,665,457.00

JUSTIFICATION:

This Change Order will: 1) increase the OWNER'S Contingency or OWNER'S Change Authorization Account in the amount of \$2,514,952 in order to replenish funds already committed in Change Authorizations (CA 300- \$52,452; CA 342- \$111,399; CA 356- \$410,000; CA 376- \$612,166; CA 378- \$560,742; CA 387- \$600,000; CA 581- \$159,245; and CA589- \$8,947) for OWNER-approved scope additions; 2) fund a Dedicated Owner's Allowance Account in the amount of \$434,213 for the sole purpose of completing the scopes of Joint Participation and Reimbursement Agreement between the County and the City of Miami and the Florida Department of Transportation and replenish funds already committed in Change Authorizations {(FDOT: CA 290-\$9,510; CA 295-\$10,100; CA 392-\$14,676; and CA 508-only \$32,927) (City of Miami: CA 405-\$87,635; CA 413-\$17,071; CA 509-\$24,810; CA 515-\$29,287; CA 534-\$19,482 and an allowance of \$188,715)); and 3) remove \$1,283,708 from the CONSTRUCTION MANAGER'S contract to account for an additional OCIP credit.

This Change Order is in the amount of \$1,665,457 and any remaining funds within the above line items will be returned to the Owner through a Deductive Change Order. PACB must obtain written approval from the Owner through an executed Change Authorization signed by the Owner and if additional monies are required in excess of the Project funds, a Change Order will be presented to the Board identifying the additional funding source.

RELEASE OF CLAIM:

The fact in and of itself that this Change Order 87 has been issued shall not be the basis for the CONSTRUCTION MANAGER to request additional costs and/or time. Time, costs, and damages associated with the work and the procurement of the work contemplated by this Change Order will be addressed in Change Authorizations associated with this Change Order and not by this Change Order.

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FLORIDA DEPARTMENT OF INSURANCE
ANA W OLIVERAS

License Number E077488

IS LICENSED TO TRANSACT THE FOLLOWING CLASSES OF INSURANCE
General Lines (Prop & Casu)



RESIDENT
LICENSE

This Licensee must have an active appointment with the insurer or employer for which products are marketed. See reverse for additional requirements.
The Florida Community College System is Epi's subcontractor for providing this service for
the State of Florida. Please contact the subcontractor.

TO BE ATTACHED TO AND FORM A PART OF DOCUMENT 01028-CO
CHANGE ORDER TO ORIGINAL CONTRACT

ADDITIONAL SURETY SIGNATURES

Travelers Casualty and Surety Company of America

Ana W. Oliveras

Ana W. Oliveras, Attorney-in-Fact SEP 1 - 2006

Fidelity and Deposit Company of Maryland

Ana W. Oliveras

Ana W. Oliveras, Attorney-in-Fact SEP 1 - 2006

KNOW ALL MEN BY THESE PRESENTS:

That American Home Assurance Company, a New York corporation, and National Union Fire Insurance Company of Pittsburgh, Pa., a Pennsylvania corporation, does each hereby appoint

---Ileana Perez, Juli Russell, Mercedes M. Pamparatto, Ana W. Oliveras, Socorro Rios: of Fort Lauderdale, Florida---

its true and lawful Attorney(s)-in-Fact, with full authority to execute on its behalf bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, issued in the course of its business, and to bind the respective company thereby. Without limitation on any and all surety bonds and any and all consents required by the State Department of Transportation of the state of Florida, incident to the release of retained percentages and/or final estimates on engineering and/or construction contracts:

IN WITNESS WHEREOF, American Home Assurance Company and National Union Fire Insurance Company of Pittsburgh, Pa. have each executed these presents



this 3rd day of April, 2003.

Michael C. Fay
Michael C. Fay, Vice President

STATE OF NEW YORK }
COUNTY OF NEW YORK }ss.

On this 3rd day of April, 2003 before me came the above named officer of American Home Assurance Company and National Union Fire Insurance Company of Pittsburgh, Pa., to me personally known to be the individual and officer described herein, and acknowledged that he executed the foregoing instrument and affixed the seals of said corporations thereto by authority of his office.

Dorothy L. Parker
DOROTHY L. PARKER
Notary Public, State of New York
No. 0174060631
Qualified in Richmond County
Commission Expires June 25, 2003

CERTIFICATE

Excerpts of Resolutions adopted by the Boards of Directors of American Home Assurance Company and National Union Fire Insurance Company of Pittsburgh, Pa. on May 18, 1976:

"RESOLVED, that the Chairman of the Board, the President, or any Vice President be, and hereby is, authorized to appoint Attorneys-in-Fact to represent and act for and on behalf of the Company to execute bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, and to attach thereto the corporate seal of the Company, in the transaction of its surety business;

"RESOLVED, that the signatures and attestations of such officers and the seal of the Company may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company when so affixed with respect to any bond, undertaking, recognizance or other contract of indemnity or writing obligatory in the nature thereof;

"RESOLVED, that any such Attorney-in-Fact delivering a secretarial certification that the foregoing resolutions still be in effect may insert in such certification the date thereof, said date to be not later than the date of delivery thereof by such Attorney-in-Fact."

I, Elizabeth M. Tuck, Secretary of American Home Assurance Company and of National Union Fire Insurance Company of Pittsburgh, Pa. do hereby certify that the foregoing excerpts of Resolutions adopted by the Boards of Directors of these corporations, and the Powers of Attorney issued pursuant thereto, are true and correct, and that both the Resolutions and the Powers of Attorney are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the facsimile seal of each corporation

this _____ day of SEP 1 - 2006



Elizabeth M. Tuck
Elizabeth M. Tuck, Secretary

POLICYHOLDER NOTICE

Thank you for purchasing insurance from a member company of American International Group, Inc. (AIG). The AIG member companies generally pay compensation to brokers and independent agents, and may have paid compensation in connection with your policy. You can review and obtain information about the nature and range of compensation paid by AIG member companies to brokers and independent agents in the United States by visiting our website at www.aigproducercompensation.com or by calling AIG at 1-800-706-3102.



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
Seaboard Surety Company
St. Paul Fire and Marine Insurance Company

St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 216561

Certificate No. 000449264

KNOW ALL MEN BY THESE PRESENTS: That Seaboard Surety Company is a corporation duly organized under the laws of the State of New York, that St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, that Farmington Casualty Company, Travelers Casualty and Surety Company, and Travelers Casualty and Surety Company of America are corporations duly organized under the laws of the State of Connecticut, that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc. is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

Michael F. Yadach, Juli A. Russell, Nancy H. Zaleski, and Ana W. Oliveras

of the City of Sunrise, State of Florida, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 18th day of May, 2006.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
Seaboard Surety Company
St. Paul Fire and Marine Insurance Company

St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: George W. Thompson
George W. Thompson, Senior Vice President

On this the 18th day of May, 2006, before me personally appeared George W. Thompson, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2006.



Marie C. Tetreault
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

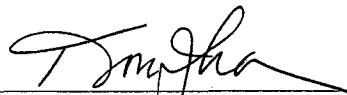
FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kori M. Johanson, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this _____ day of SEP 1 - 2006, 20 ____.


Kori M. Johanson, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.stpaultravelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.

**Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by M. P. HAMMOND, Vice President, and ERIC D. BARNES, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint **Juli A. RUSSELL, Michael F. YADACH, Nancy H. ZALESKI and Ana W. OLIVERAS, all of Sunrise, Florida, EACH** its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver for, and on its behalf as surety, and as its act and deed: **any and all bonds and undertakings**, and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Company, as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its office in Baltimore, Md., in their own proper persons. This power of attorney, revoked that issued on behalf of Juli A. RUSSELL, Michael F. YADACH, Nancy H. ZALESKI, Ana W. OLIVERAS, dated February 1, 2006.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Company, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 17th day of March, A.D. 2006.

ATTEST:

FIDELITY AND DEPOSIT COMPANY OF MARYLAND



Eric D. Barnes

Eric D. Barnes

M. P. Hammond

By:

Assistant Secretary

M. P. Hammond

Vice President

State of Maryland } ss:
City of Baltimore }

On this 17th day of March, A.D. 2006, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came M. P. HAMMOND, Vice President, and ERIC D. BARNES, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and saith, that they are the said officers of the Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and that the said Corporate Seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



Constance A. Dunn

Constance A. Dunn

Notary Public

My Commission Expires: July 14, 2007

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto."

CERTIFICATE

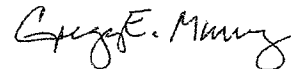
I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said Company,

this _____ day of SEP 1 - 2006, _____.



Assistant Secretary